

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF OHIO
EASTERN DIVISION

SNAP-ON BUSINESS SOLUTIONS, INC.)
Plaintiff,) CASE NO. 5:09-CV-01547-JG
v.) JUDGE JAMES S. GWIN
O'NEIL & ASSOCIATES, INC.)
Defendant.)

DECLARATION OF AMANDA H. WILCOX

I, Amanda H. Wilcox, hereby declare as follows:

1. I am over twenty-one (21) years of age and, except as may be qualified below, I have personal knowledge of the matters reflected herein and am competent to testify thereto.
2. I am one of the attorneys for Plaintiff Snap-on Business Solutions, Inc. ("Snap-on") in this action. As such, I have personal knowledge of the preparation of Snap-on's *Memorandum in Opposition to Defendant's Motion for Summary Judgment* (the "Memorandum").
3. Attached as Exhibit 1 is a true and accurate copy of relevant portions of the transcript of the deposition of Heather M. Cobb, taken December 14, 2009, which I personally attended on behalf of Snap-on.
4. Attached as Exhibit 2 is a true and accurate copy of relevant portions of the transcript of the deposition of Jay N. Gusler, taken January 14, 2010.
5. Attached as Exhibit 3 is a true and accurate copy of relevant portions of the transcript of the deposition of Armando Monzon, taken December 7, 2009, which I personally attended on behalf of Snap-on.

6. Attached as Exhibit 4 is a true and accurate copy of relevant portions of the transcript of the deposition of Samuel A. Herrick, taken January 13, 2010.

7. Attached as Exhibit 5 is a true and accurate copy of relevant portions of the transcript of the deposition of Dean M. Schuler, taken January 7, 2010.

8. Attached as Exhibit 6 is a true and accurate copy of relevant portions of the transcript of the deposition of Barbara J. Moore, taken December 8, 2010, which I personally attended on behalf of Snap-on.

9. Attached as Exhibit 7 is a true and accurate copy of relevant portions of the transcript of the deposition of Robert J. Heilman, taken December 18, 2009.

10. Attached as Exhibit 8 is a true and accurate copy of relevant portions of the transcript of the deposition of David C. Stackhouse, taken December 17, 2009.

11. Attached as Exhibit 9 is a true and accurate copy of an email from Jay Gusler to Chris Kuny and Matt Wilczek dated January 29, 2007, provided by Mitsubishi Caterpillar Forklift America (“MCFA”) during discovery, and labeled as MCFA 001442.

12. Attached as Exhibit 10 is a true and accurate copy of an email from Dale Fox to Chris Kuny dated March 1, 2007, provided by MCFA during discovery, and labeled as MCFA 001145.

13. Attached as Exhibit 11 is a true and accurate copy of a Letter Agreement for Services between O’Neil and MCF dated October 31, 2008, provided by MCFA during discovery, and labeled as MCFA 046976.

14. Attached as Exhibit 12 is a true and accurate copy of an email from Paul Fiala to Corey Roberts and Jay Gusler dated July 28, 2008, provided by Snap-on Business Solutions during discovery, and labeled as SBS000300.

15. Attached as Exhibit 13 is a true and accurate copy of relevant portions of the Statement of Work authored by O'Neil dated June 23, 2008, provided by MCFA during discovery, and labeled as MCFA 038872.

16. Attached as Exhibit 14 is a true and accurate copy of a Consulting Services Agreement for Services from MCF to O'Neil dated June 2, 2009, provided by MCFA during discovery, and labeled as MCFA 038952.

17. Attached as Exhibit 15 is a true and accurate copy of the MCF Data Acquisition – Initial Summary & Status dated January 15, 2008, provided by MCFA during discovery, and labeled as MCFA 021294.

18. Attached as Exhibit 16 is a true and accurate copy of an email from Barbara Moore to Dean Schuler dated April 7, 2009, provided by MCFA during discovery, and labeled as MCFA 014406.

19. Attached as Exhibit 17 is a true and accurate copy of O'Neil/MCF Weekly Meeting Minutes dated November 20, 2008, provided by MCFA during discovery, and labeled as MCFA 039699.

20. Attached as Exhibit 18 is a true and accurate copy of a CMS Project Update, provided by MCFA during discovery, and labeled as MCFA 021287.

21. Attached as Exhibit 19 is a true and accurate copy of an email from Dean Schuler to Samuel Herrick, Barbara Moore, and Heather Cobb dated May 7, 2009, provided by MCFA during discovery, and labeled as MCFA 013265.

22. Attached as Exhibit 20 is a true and accurate copy of an email from Barbara Moore to Samuel Herrick dated May 15, 2009, provided by MCFA during discovery, and labeled as MCFA 014498.

23. Attached as Exhibit 21 is a true and accurate copy of an email from Samuel Herrick to Barbara Moore dated June 22, 2009, provided by MCFA during discovery, and labeled as MCFA 016500.

24. Attached as Exhibit 22 is a true and accurate copy of screenshots of the MCF websites and their corresponding End User License Agreements, verified and authenticated by Jewel M. Drass in her declaration filed herewith.

25. Attached as Exhibit 23 is a true and accurate copy of the Indemnification Agreement between O'Neil and MCF dated May 29, 2009, provided by MCFA during discovery, and labeled as MCFA 001013.

26. Attached as Exhibit 24 is a true and accurate copy of an email from Bob Heilman to Samuel Herrick dated April 15, 2009, provided by MCFA during discovery, and labeled as MCFA 014348.

27. Attached as Exhibit 25 is a true and accurate copy of an abstract prepared with the assistance of counsel from true and accurate copies of log files, verified and authenticated by Gregory D. Feezel in his declaration filed herewith.

28. Attached as Exhibit 26 is a true and accurate copy of Meeting Minutes Summary dated February 17, 2009, provided by MCFA during discovery, and labeled as MCFA 012814.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on February 15, 2010


Amanda H. Wilcox